

HEARING DATE: SEPTEMBER 11, 2012 AT 10:00 A.M. EST
OBJECTION DEADLINE: SEPTEMBER 4, 2012 AT 4:00 P.M. EST

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Association, as Indenture Trustee for the Senior
Unsecured Notes Issued by Residential Capital, LLC*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	
	:	Chapter 11 Case No.
RESIDENTIAL CAPITAL, LLC, <u>et al.</u>,	:	
	:	12-12020 (MG)
Debtors.	:	
	:	(Jointly Administered)
-----X	:	

**NOTICE OF HEARING ON MOTION TO MODIFY THE REVISED JOINT OMNIBUS
SCHEDULING ORDER AND PROVISION FOR OTHER RELIEF REGARDING (I)
DEBTORS' MOTION PURSUANT TO FED. R. BANKR. P. 9019 FOR APPROVAL OF
RMBS TRUST SETTLEMENT AGREEMENT, AND (II) THE RMBS TRUSTEES'
LIMITED OBJECTION TO THE SALE MOTION**

PLEASE TAKE NOTICE that, on August 28, 2012, Wilmington Trust, National Association (the "Trustee"), solely in its capacity as indenture trustee for various series of senior unsecured notes (the "Notes," and the holders thereof, the "Noteholders") issued by Residential Capital, LLC ("Residential Capital," and with its debtor-affiliates, the "Debtors") filed its Motion to Modify the revised Joint Omnibus Scheduling Order and Provision for Other Relief regarding (i) Debtors' Motion Pursuant to Fed. R. Bankr. P. 9019 for Approval of RMBS Trust

Settlement Agreement, and (II) the RMBS Trustees' Limited Objection to the Sale Motion (the "Motion").

PLEASE TAKE FURTHER NOTICE that a hearing will be held on the Motion before the Honorable Martin Glenn, United States Bankruptcy Judge, at the United States Bankruptcy Court for the Southern District of New York, Courtroom 501, One Bowling Green, New York, New York 10004 (the "Bankruptcy Court") on **September 11, 2012 at 10:00 a.m. (prevailing Eastern time)**, or as soon thereafter as counsel may be heard.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Motion and the relief requested therein must be made in writing, filed with the Bankruptcy Court (with a copy to Chambers) in accordance with the Order Under Bankruptcy Code Sections 102(1), 105(a), and 105(d), Bankruptcy Rules 1015(c), 2002(m), and 9007, and Local Bankruptcy Rule 2002-2 Establishing Certain Notice, Case Management and Administrative Procedures entered by this Court on May 23, 2012 (Doc. 141) (the "Case Management Order"), and served on the Special Service List and General Service List as those terms are defined in the Case Management Order, so as to be received no later than **September 4, 2012 at 4:00 p.m. (prevailing Eastern time)**.

PLEASE TAKE FURTHER NOTICE that the relief requested in the Motion may be granted without a hearing if no objection is timely filed and served as set forth above and in accordance with the Case Management Order.

Dated: New York, New York
August 28, 2012

CLEARY GOTTlieb STEEN & HAMILTON LLP

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